

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

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MADISON SQUARE GARDEN, L.P.,  
:  
Plaintiff,  
:  
- against - No. 07 CIV. 8455 (LAP)  
:  
NATIONAL HOCKEY LEAGUE, NA- **DECLARATION OF SHEPARD**  
TIONAL HOCKEY LEAGUE ENTER- **GOLDFEIN IN SUPPORT OF**  
PRISES, L.P., NHL INTERACTIVE CYBER- **MOTION TO DISMISS OR IN**  
ENTERPRISES, L.L.C., NHL ENTERPRISES : **THE ALTERNATIVE FOR**  
CANADA, L.P., and NHL ENTERPRISES, **PARTIAL SUMMARY**  
B.V., : **JUDGMENT**  
:  
Defendants. : Electronically Filed  
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**DECLARATION OF SHEPARD GOLDFEIN**

I, SHEPARD GOLDFEIN, declare under penalty of perjury pursuant to 28  
U.S.C. § 1746 that the following is true and correct:

1. I am a partner in the law firm Skadden, Arps, Slate, Meagher &  
Flom LLP, attorneys of record for defendants National Hockey League, National Hockey  
League Enterprises, L.P., NHL Interactive Cyberenterprises, L.L.C., NHL Enterprises  
Canada, L.P., and NHL Enterprises, B.V. (collectively, "Defendants") in the above-  
captioned action. I submit this Declaration in support of Defendants' Motion to Dismiss  
or in the Alternative For Partial Summary Judgment on plaintiff Madison Square Garden,  
L.P.'s ("MSG") First Amended Complaint for Injunctive Relief. Unless otherwise stated,  
I have personal knowledge of the facts set forth below and, if called as a witness, I could  
and would testify competently thereto.

**I. OTHER PROCEEDINGS**

2. Attached hereto as Exhibit 1 is a true and correct copy of excerpts from the official transcript of record for Hockey Club Lokomotiv Yaroslavl v. NHL, No. 06 Civ 9421 (LAP) (S.D.N.Y. Nov. 15, 2006).

3. Attached hereto as Exhibit 2 is a true and correct copy of the July 2, 2002 Order granting the motion to dismiss made by defendants, including MSG, in Kingray, Inc. v. NHL Enterprises, Inc., No. 00-CV-1544-L (S.D. Cal.).

4. Attached hereto as Exhibit 3 is a true and correct copy of the Answer filed by defendants, including MSG, in Kingray, Inc. v. NHL Enterprises, Inc., No. 00-CV-1544-L (S.D. Cal.).

**II. LEX SCRIPTA**

5. Attached hereto as Exhibit 4 is a true and correct copy of an excerpt from the Constitution of the National Hockey League concerning Article II: Purposes and Objects.

6. Attached hereto as Exhibit 5 is a true and correct copy of an excerpt from the Constitution of the National Hockey League concerning Article IV: Territorial Rights.

7. Attached hereto as Exhibit 6 is a true and correct copy of the December 11, 1984 NHL Board of Governors Resolution (as amended June 23, 1991) concerning Regulations for TV Transmission by U.S. Clubs.

8. Attached hereto as Exhibit 7 is a true and correct copy of the Modified Member Club Agreement of March 7, 1988.

9. Attached hereto as Exhibit 8 is a true and correct copy of the January 21, 1994 NHL Board of Governors Resolution concerning Licensing.

10. Attached hereto as Exhibit 9 is a true and correct copy of the June 26, 1996 NHL Board of Governors Resolution concerning the NHL-IBM alliance.

11. Attached hereto as Exhibit 10 is a true and correct copy of the June 20, 2000 NHL Board of Governors Resolution concerning the Internet.

12. Attached hereto as Exhibit 11 is a true and correct copy of the NHL Internet Regulations.

13. Attached hereto as Exhibit 12 is a true and correct copy of the June 12, 1978 NHL Board of Governors Resolution (as amended December 5, 1991) concerning Board Advertising.

14. Attached hereto as Exhibit 13 is a true and correct copy of the NHL's Board Advertising Regulations.

15. Attached hereto as Exhibit 14 is a true and correct copy of the June 26, 1996 NHL Board of Governors Resolution concerning 40-Board Dasherboards.

16. Attached hereto as Exhibit 15 is a true and correct copy of the September 14, 2006 NHL Board of Governors Resolution concerning Dasherboards.

17. Attached hereto as Exhibit 16 is a true and correct copy of the September 19, 1991 NHL Board of Governors Resolution concerning In-Ice Advertising.

18. Attached hereto as Exhibit 17 is a true and correct copy of the March 14, 1997 NHL Board of Governors Resolution concerning In-Ice Logo Guidelines.

19. Attached hereto as Exhibit 18 is a true and correct copy of the NHL's In-Ice Logo Guidelines.

20. Attached hereto as Exhibit 19 is a true and correct copy of the March 24, 1994 NHL Board of Governors Resolution concerning the Prohibition of Electronic Deletion of In-Arena Advertisements.

### **III. CONSENT AGREEMENTS**

21. Attached hereto as Exhibit 20 is a true and correct copy of the April 8, 2005 Consent Agreement executed by MSG.

22. Attached hereto as Exhibit 21 is a true and correct copy of the December 5, 2002 Consent Agreement executed by MSG.

23. Attached hereto as Exhibit 22 is a true and correct copy of the July 15, 1999 Consent Agreement and Club Acknowledgment executed by MSG.

24. Attached hereto as Exhibit 23 is a true and correct copy of the November 16, 1998 Consent Agreement executed by MSG.

25. Attached hereto as Exhibit 24 is a true and correct copy of the May 22, 1998 Consent Agreement executed by MSG.

26. Attached hereto as Exhibit 25 is a true and correct copy of the March 4, 1998 Consent Agreement executed by MSG.

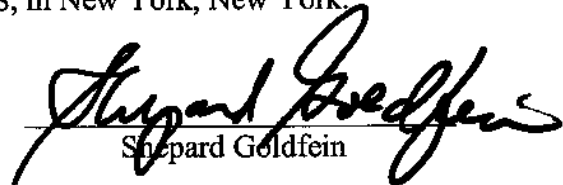
27. Attached hereto as Exhibit 26 is a true and correct copy of the December 18, 1997 Consent Agreement executed by MSG.

28. Attached hereto as Exhibit 27 is a true and correct copy of the June 17, 1997 Consent Agreement executed by MSG.

29. Attached hereto as Exhibit 28 is a true and correct copy of the March 10, 1995 Consent Agreement executed by MSG and side letter executed by Charles F. Dolan.

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct.

Executed this 2nd day of June, 2008, in New York, New York.

  
Shepard Goldfein